

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

GEOTAG, INC.,

Plaintiff,

v.

Civil Action No. 2:10-cv-00573-TJW-CE

RENT-A-CENTER, INC.;
ALAMO RENT A CAR, LLC;
ADVANCE AUTO PARTS, INC.;
ADVANCE STORES COMPANY, INC.;
APPLIED INDUSTRIAL TECHNOLOGIES, INC.;
AS AMERICA, INC. D/B/A AMERICAN
STANDARD BRANDS D/B/A AMERICAN
STANDARD;
AUTONATION, INC.;
AUTOZONE, INC.;
AVALON GLOBAL GROUP, INC.;
AVIS BUDGET GROUP, INC.;
AVIS RENT A CAR SYSTEM, LLC;
BRAKE CENTERS OF THE SOUTHWEST, INC.
D/B/A JUST BRAKES;
CARMAX BUSINESS SERVICES, LLC;
CARMAX, INC.;
CHRISTUS HEALTH A/K/A CHRISTUS
HEALTH
NON-PROFIT CORP.;
CHRISTUS HEALTH FOUNDATION;
DISCOUNT TIRE CO. D/B/A DISCOUNT TIRE
D/B/A AMERICA'S TIRE;
DOLLAR RENT A CAR, INC.;
DOLLAR THRIFTY AUTOMOTIVE GROUP,
INC.;
E-ADVANCE, LLC;
ENTERPRISE HOLDING, INC.;
ENTERPRISE RENT-A-CAR CO.;
GROUP 1 AUTOMOTIVE, INC. D/B/A GROUP
ONE AUTOMOTIVE;
INTERSTATE BATTERY SYSTEMS OF
AMERICA, INC.;
JUST BRAKES OF NEVADA, INC. D/B/A JUST

Jury Trial Demanded

BRAKES;
NATIONAL CAR RENTAL SYSTEM, INC.;
O'REILLY AUTOMOTIVE, INC. DBA O'REILLY
AUTO PARTS;
PAYLESS CAR RENTAL SYSTEM, INC.;
PENSKE AUTOMOTIVE GROUP, INC.;
PENSKE CORP.;
PENSKE SYSTEM, INC.;
PENSKE TRUCK LEASING CO., L.P.;
RHINO LININGS CORP.;
THE HERTZ CORP. D/B/A HERTZ CORP. D/B/A
HERTZ CAR RENTAL;
THE PEP BOYS—MANNY, MOE & JACK D/B/A
PEP BOYS;
THE REINALT-THOMAS CORP.;
THRIFTY, INC. D/B/A THRIFTY CAR RENTAL;
TRANE U.S. INC.; TRANE, INC. F/K/A
AMERICAN STANDARD COMPANIES, INC.;
VANGUARD CAR RENTAL GROUP INC.; and
VANGUARD CAR RENTAL USA INC. D/B/A
ALAMO RENT A CAR D/B/A NATIONAL CAR
RENTAL,

Defendants.

**AUTONATION, INC.'S ANSWER, AFFIRMATIVE DEFENSES,
AND COUNTERCLAIMS TO GEOTAG, INC.'S COMPLAINT**

Defendant AUTONATION, INC. ("AutoNation") respectfully submits this Answer, and these Affirmative Defenses, and Counterclaims in response to the Complaint of plaintiff GeoTag, Inc. ("GeoTag") as follows:

PARTIES

1. On information and belief, AutoNation admits that plaintiff GeoTag is a Delaware Corporation with a place of business in Plano, Texas.

2. The allegations of paragraph 2 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 2 and therefore denies them.

3. The allegations of paragraph 3 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 3 and therefore denies them.

4. The allegations of paragraph 4 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 4 and therefore denies them.

5. The allegations of paragraph 5 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 5 and therefore denies them.

6. The allegations of paragraph 6 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 6 and therefore denies them.

7. The allegations of paragraph 7 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 7 and therefore denies them.

8. AutoNation admits that it has a place of business in Fort Lauderdale, Florida.

9. The allegations of paragraph 9 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 9 and therefore denies them.

10. The allegations of paragraph 10 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 10 and therefore denies them.

11. The allegations of paragraph 11 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 11 and therefore denies them.

12. The allegations of paragraph 12 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 12 and therefore denies them.

13. The allegations of paragraph 13 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 13 and therefore denies them.

14. The allegations of paragraph 14 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 14 and therefore denies them.

15. The allegations of paragraph 15 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 15 and therefore denies them.

16. The allegations of paragraph 16 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 16 and therefore denies them.

17. The allegations of paragraph 17 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 17 and therefore denies them.

18. The allegations of paragraph 18 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 18 and therefore denies them.

19. The allegations of paragraph 19 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 19 and therefore denies them.

20. The allegations of paragraph 20 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 20 and therefore denies them.

21. The allegations of paragraph 21 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 21 and therefore denies them.

22. The allegations of paragraph 22 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 22 and therefore denies them.

23. The allegations of paragraph 23 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 23 and therefore denies them.

24. The allegations of paragraph 24 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 24 and therefore denies them.

25. The allegations of paragraph 25 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 25 and therefore denies them.

26. The allegations of paragraph 26 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 26 and therefore denies them.

27. The allegations of paragraph 27 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 27 and therefore denies them.

28. The allegations of paragraph 28 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 28 and therefore denies them.

29. The allegations of paragraph 29 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 29 and therefore denies them.

30. The allegations of paragraph 30 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 30 and therefore denies them.

31. The allegations of paragraph 31 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 31 and therefore denies them.

32. The allegations of paragraph 32 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 32 and therefore denies them.

33. The allegations of paragraph 33 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 33 and therefore denies them.

34. The allegations of paragraph 34 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 34 and therefore denies them.

35. The allegations of paragraph 35 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 35 and therefore denies them.

36. The allegations of paragraph 36 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 36 and therefore denies them.

37. The allegations of paragraph 37 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 37 and therefore denies them.

38. The allegations of paragraph 38 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 38 and therefore denies them.

39. The allegations of paragraph 39 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 39 and therefore denies them.

40. The allegations of paragraph 40 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 40 and therefore denies them.

41. The allegations of paragraph 41 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 41 and therefore denies them.

42. The allegations of paragraph 42 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 42 and therefore denies them.

JURISDICTION AND VENUE

43. AutoNation admits that his action purports to arise under the patent law of the United States, which are codified in Title 35 of the United States Code. To the extent the remaining allegations of paragraph 43 are directed to AutoNation, AutoNation denies those remaining allegations except admits that this Court has subject matter jurisdiction pursuant to 28 U.S.C. §§ 1331 and 1338(a). To the extent the remaining allegations of paragraph 43 are not directed to AutoNation, no answer is required and AutoNation is without knowledge or information sufficient to form a belief as to the truth of those allegations and therefore denies them.

44. AutoNation denies the allegations of paragraph 44 to the extent such allegations are directed to AutoNation. To the extent the allegations of paragraph 44 are not directed to AutoNation, no answer is required and AutoNation is without knowledge or information sufficient to form a belief as to the truth of those allegations and therefore denies them.

45. AutoNation denies the allegations of paragraph 45 except admits that an earlier case concerning the '474 patent was filed in this Court, admits that such case was captioned Geomas (International), Ltd., et al., v. Idearc Media Services-West, Inc., et al., Civil Action No. 2:06-cv-00475-CE, and admits that this Court issued a Memorandum Opinion and Order in that case on November 20, 2008.

COUNT I
INFRINGEMENT OF U.S. PATENT NO. 5,930,474

46. AutoNation denies the allegations of paragraph 46 except admits that U.S. Patent No. 5,930,474 is entitled "Internet Organizer for Accessing Geographically and Topically Based Information" and that the face of the '474 patent indicates that it issued on July 29, 1999.

47. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 47 and therefore denies them.

48. Denied.

49. AutoNation denies the allegations of paragraph 49 to the extent such allegations are directed at AutoNation and is without knowledge or information sufficient to form a belief as to the truth of the remaining allegations of paragraph 49 and therefore denies them.

50. The allegations of paragraph 50 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 50 and therefore denies them.

51. The allegations of paragraph 51 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 51 and therefore denies them.

52. The allegations of paragraph 52 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 52 and therefore denies them.

53. The allegations of paragraph 53 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 53 and therefore denies them.

54. Denied.

55. The allegations of paragraph 55 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 55 and therefore denies them.

56. The allegations of paragraph 56 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 56 and therefore denies them.

57. The allegations of paragraph 57 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 57 and therefore denies them.

58. The allegations of paragraph 58 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 58 and therefore denies them.

59. The allegations of paragraph 59 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 59 and therefore denies them.

60. The allegations of paragraph 60 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 60 and therefore denies them.

61. The allegations of paragraph 61 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 61 and therefore denies them.

62. The allegations of paragraph 62 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 62 and therefore denies them.

63. The allegations of paragraph 63 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 63 and therefore denies them.

64. The allegations of paragraph 64 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 64 and therefore denies them.

65. The allegations of paragraph 65 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 65 and therefore denies them.

66. The allegations of paragraph 66 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 66 and therefore denies them.

67. The allegations of paragraph 67 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 67 and therefore denies them.

68. The allegations of paragraph 68 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 68 and therefore denies them.

69. The allegations of paragraph 69 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 69 and therefore denies them.

70. The allegations of paragraph 70 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 70 and therefore denies them.

71. The allegations of paragraph 71 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 71 and therefore denies them.

72. The allegations of paragraph 72 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 72 and therefore denies them.

73. The allegations of paragraph 73 are not directed to AutoNation and therefore no answer is required. AutoNation is without knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 73 and therefore denies them.

74. The allegations of paragraph 74 set forth GeoTag's reservation of rights to which no response is required. AutoNation denies any remaining allegations of paragraph 74.

75. AutoNation denies the allegations of paragraph 75 to the extent such allegations are directed to AutoNation. To the extent the allegations of paragraph 75 are not directed to AutoNation, no answer is required and AutoNation is without knowledge or information sufficient to form a belief as to the truth of those allegations and therefore denies them.

PRAYER FOR RELIEF

These paragraphs set forth the statement of relief requested by GeoTag and to which no response is required. AutoNation denies that GeoTag is entitled to any requested relief and denies any allegations in these paragraphs.

Unless expressly admitted above, any and all allegations contained in the Complaint are denied.

DEMAND FOR JURY TRIAL

This paragraph sets forth GeoTag's request for a jury trial to which no response is required.

AFFIRMATIVE DEFENSES

Subject to the responses above, AutoNation alleges and asserts the following defenses in response to the allegations, undertaking the burden of proof only as to those defenses deemed affirmative defenses by law, regardless of how such defenses are denominated herein. In addition to the affirmative defenses described below, and subject to the responses above,

AutoNation specifically reserves all rights to allege additional affirmative defenses that become known through the course of discovery.

1. AutoNation does not infringe and has not infringed, directly, contributorily, or by inducement, any claim of the '474 patent.

2. The claims of the '474 patent are invalid for failure to satisfy one or more of the requirements of Sections 100, 101, 102, 103, 112, 132, and 251 of Title 35 of the United States Code.

3. The claims of the '474 patent are unenforceable as asserted, in whole or in part, by the doctrines of waiver, laches, and/or estoppel.

4. GeoTag cannot satisfy the requirements applicable to its request for injunctive relief.

5. GeoTag's alleged damages are limited because it has not satisfied the requirements for obtaining damages under 35 U.S.C. § 287 and the limitations period further bars past damages claims.

COUNTERCLAIMS

AutoNation, for its counterclaims against GeoTag and upon information and belief, states as follows:

1. AutoNation, Inc. is a corporation organized and existing under the laws of the State of Delaware with its principal place of business in Fort Lauderdale, Florida.

2. On information and belief, GeoTag, Inc. is a corporation organized and existing under the laws of the State of Delaware and has a principal place of business in Plano, Texas.

JURISDICTION AND VENUE

3. Subject to AutoNation's denials and affirmative defenses, AutoNation alleges that this Court has jurisdiction over the subject matter of these Counterclaims under, without limitation,

28 U.S.C. §§ 1331, 1367, 1338(a), 2201, and 2202, and venue for these Counterclaims is proper in this District.

4. The Court has personal jurisdiction over GeoTag.

FACTUAL BACKGROUND

5. In its Complaint, GeoTag alleges that AutoNation has infringed U.S. Patent No. 5,930,474 (“the ’474 patent”).

6. The ’474 patent is invalid and/or has not been infringed and is not infringed by AutoNation, either directly or indirectly.

7. Consequently, there is an actual case or controversy between the parties concerning the non-infringement and invalidity of the ’474 patent.

COUNT ONE

Declaratory Judgment of Non-Infringement of U.S. Patent No. 5,930,474

8. AutoNation restates and incorporates by reference its allegations in paragraphs 1-7 of its Counterclaims.

9. An actual case or controversy exists between AutoNation and GeoTag as to whether the ’474 patent is not infringed by AutoNation.

10. A judicial declaration is necessary and appropriate so that AutoNation may ascertain its rights concerning the ’474 patent.

11. AutoNation has not infringed and does not infringe, directly or indirectly, any valid and enforceable claim of the ’474 patent.

12. This is an exceptional case under 35 U.S.C. § 285 because GeoTag filed its Complaint with knowledge of the facts stated in this Counterclaim.

COUNT TWO

Declaratory Judgment of Invalidity of U.S. Patent No. 5,930,474

13. AutoNation restates and incorporates by reference its allegations in paragraphs 1 through 12 of its Counterclaims.

14. An actual case or controversy exists between AutoNation and GeoTag as to whether the '474 patent is invalid.

15. A judicial declaration is necessary and appropriate so that AutoNation may ascertain its rights as to whether the '474 is invalid.

16. The '474 patent is invalid for failure to meet the conditions of patentability and/or otherwise comply with one or more of 35 U.S.C. §§ 100, 101, 102, 103, 112, 132, and 251.

17. This is an exceptional case under 35 U.S.C. § 285 because GeoTag filed its complaint with knowledge of the facts stated in this Counterclaim.

PRAYER FOR RELIEF

WHEREFORE, AutoNation, Inc. prays for judgment as follows:

- a. A judgment dismissing GeoTag's Complaint against AutoNation with prejudice;
- b. A judgment in favor of AutoNation on all of its Counterclaims;
- c. A declaration that AutoNation has not infringed, contributed to the infringement of, or induced others to infringe, either directly or indirectly, any valid claim of the '474 patent;
- d. A declaration that the '474 patent is invalid;
- e. An award to AutoNation for the amount of damages proved at trial, including punitive damages;
- f. A declaration that this case is exceptional and an award to AutoNation of its reasonable costs and expenses of litigation, including attorneys' fees and expert witness fees; and
- g. Such other and further relief as this Court may deem just and proper.

DEMAND FOR JURY TRIAL

In accordance with Federal Rule of Civil Procedure 38 and Local Rule CV-38,
AutoNation respectfully demands a jury trial of all issues triable to a jury in this action.

Dated: March 14, 2011

Respectfully submitted,

By: /s/ Eric H. Findlay
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Brian Craft
State Bar No. 04972020
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Attorneys for Defendant AutoNation, Inc.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the above and foregoing document has been served on March 14, 2011 to all counsel of record who are deemed to have consented to electronic service via the Court's CM/ECF system per Local Rule CV-5(a)(3).

/s/ Eric H. Findlay
Eric H. Findlay